

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

ASTROPOWER LIQUIDATING TRUST,
f/k/a ASTROPOWER, INC.,

Plaintiff,

v.

KPMG, LLP,

Defendant.

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Civil Action No. 06-469 (JJF)

**AGREED MOTION TO ENLARGE TIME FOR PLAINTIFF TO RESPOND
TO DEFENDANT KPMG LLP'S MOTION TO DISMISS**

Pursuant to Federal Rule of Civil Procedure 6(b), Plaintiff AstroPower Liquidating Trust, f/k/a AstroPower, Inc. ("Plaintiff") moves the Court to enlarge the time for Plaintiff to respond to Defendant KPMG LLP's Motion to Dismiss (Defendant's "Motion to Dismiss").

**I.
REQUESTED RELIEF**

Plaintiff filed its Complaint on July 31, 2006. Plaintiff filed its Amended Complaint and Jury Demand on October 10, 2006. Thereafter, the Plaintiff agreed to give Defendant until December 12, 2006 to file its responsive pleading. On December 12, 2006, Defendant filed its Motion to Dismiss. Under the applicable local rules and by this Court's Order, Plaintiff's Response to Defendant's Motion to Dismiss is due January 2, 2007.

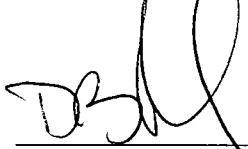
To permit Plaintiff time to fully address the issues raised by Defendant's Motion to Dismiss, Plaintiff and Defendant have agreed, subject to this Court's approval, that the deadline for Plaintiff to respond to Defendant's Motion to Dismiss be extended to February 9, 2007.

II.
CONCLUSION

For the foregoing reason, Plaintiff requests that the Court extend the deadline for Plaintiff to file its Response to Defendant KPMG LLP's Motion to Dismiss from January 2, 2007 until February 9, 2007.

Dated: Wilmington, Delaware
December 20, 2006

Respectfully submitted,



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UNITED STATES DISTRICT COURT
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ORDER

The Court, having considered the Plaintiff's Motion to Enlarge Time for Plaintiff to Respond to Defendant KPMG LLP's Motion to Dismiss, finds that the Motion has merit and should be GRANTED.

IT IS THEREFORE ORDERED this ____ day of _____ 2007 that the deadline for Plaintiff to respond to Defendant's Motion to Dismiss is extended from January 2, 2007 until February 9, 2007.

Joseph James Farnan, Jr.
United States District Court Judge

AGREED TO BY:



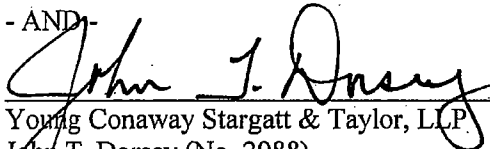
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CERTIFICATE OF SERVICE

I, Daniel B. Rath, hereby certify that on this 20th day of December 2006, I caused a true and correct copy of the Agreed Motion to Enlarge Time for Plaintiff to Respond to Defendant KPMG LLP's Motion to Dismiss to be filed with the Clerk of the Court using CM/ECF, which will send notification that such filing is available for viewing and downloading to the following counsel of record:


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I further certify that I have served the parties listed on the service list below in the manner indicated:

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